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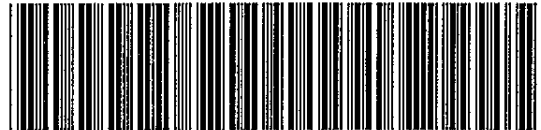
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DIVISION OF CORPORATIONS  
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104-22476

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Gray Flooring Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Garry L. Gray  
Name (Printed or typed)

5551 Nottingham Rd.  
Address

Boca Raton, Florida 33487  
City, State & Zip

(561) 252-0889  
Daytime Telephone number

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**NOTE: Please provide the original and one copy of the articles.**

# **ARTICLES OF INCORPORATION**

In compliance with Chapter 621, F.S. (Profit)

Of

**G.L.GRAY FLOORING INC.**

## **ARTICLE I NAME**

The name of the Corporation shall be **G.L.GRAY FLOORING INC.**

## **ARTICLE II PRINCIPAL OFFICE**

The principal office of the Corporation in the State of Florida shall be located in **5551 Nottingham Rd. Boca Raton, Florida 33487** County of Palm Beach. The Corporation may have such other offices, either within or without the State of Florida as the Board of Directors may designate or as the business of the Corporation may require from time to time.

## **ARTICLE III PURPOSE**

The purpose of the corporation is to:

Engage in flooring installation and preparing floors for installation.

## **ARTICLE IV SHARES**

The initial number of shares of stock of the Corporation shall be one-hundred (100) shares of No-Par Value common stock and such stock certificates shall be represented in such a form as determined by the Board of Directors.

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## **ARTICLE V**

### **INITIAL OFFICERS / DIRECTORS**

The business and affairs of the Corporation shall be managed by its Board of Directors. The number of Directors of the Corporation shall be fixed by the Board of Directors, but in no event shall be less than one (1). The initial Board of Directors shall be comprised of:

**Garry L. Gray**  
**5551 Nottingham Rd**  
**Boca Raton, Fl. 33487**

The Officers of the Corporation shall be a President, one or more Vice-Presidents, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors, including a Chairman of the Board. In its discretion, the Board of Directors may leave unfilled for any such period as it may determine any office except those of President and Secretary. Any two or more offices may be held by the same person, except for the offices of President and Secretary which may not be held by the same person. Officers may be directors or shareholders of the Corporation. The initial Officers shall be comprised of:

**Garry L. Gray**  
**President**  
**5551 Nottingham Rd.**  
**Boca Raton, Florida 33487**

**Valerie D. Gray**  
**5551 Nottingham Rd.**  
**Boca Raton, Florida 3348**

## ARTICLE VI REGISTERED AGENT

Certificate of Designation  
Registered Agent / Registered Office

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following Statement in designating the Registered Office / Registered Agent in the State of Florida.

1. The name of the Corporation is: **G.L. GRAY FLOORING INC.**
2. The name and address of the Registered Agent and Office is:  
**G.L. GRAY FLOORING** (Garry L. Gray)  
**5551 NOTTINGHAM RD.**  
**BOCA RATON, FLORIDA 33487**

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND TO AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

DATE 6/19/04

## **ARTICLE VII INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

**G.L. GRAY FLOORING INC.  
5551 NOTTINGHAM RD  
BOCA RATON, FLORIDA 33487**

## **ARTICLE VIII**

The effective date of these Articles of Incorporation shall be the date of receipt of these Articles Of Incorporation by the Florida Department of State.

## **ARTICLE IX INDEMNITY**

The Corporation shall indemnify its directors, officers, and employees as follows:

- a) every director, officer, or employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of the corporation, partnership, joint venture, trust, or enterprise, or any settlement thereof, whether or not he is a director, officer, employee, or agent at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation.
- b) The Corporation shall provide to any person who is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of the corporation,

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partnership, joint venture, trust, or enterprise, the indemnity against expenses of suit, litigation or other proceedings which is specifically permissible under applicable law.

- c) The Board of Directors may, in its discretion, direct the purchase of liability insurance by way of implementing the provisions of this Article IX.

## **ARTICLE XI FISCAL YEAR**

The fiscal year of the Corporation shall begin on the first(1<sup>st</sup>) day of January and end on the Thirty-first (31<sup>st</sup>) day of December of each year.

## **ARTICLE XI AMENDMENTS**

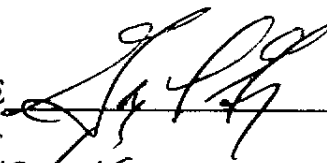
These Articles of Incorporation may be altered, amended, or repealed and new articles may be adopted at any corporate meeting.

## **SIGNATURE**

The undersigned incorporator has executed these Articles of Incorporation this 11/06/04 day of JUNE, 2004.

SIGNATURE

DATE

  
6/19/04